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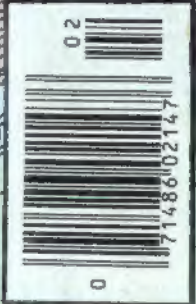
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MARVEL TEAM-UP

FEATURING

SPIDER-MAN[®] AND WONDER MAN[™]

MARVEL'S
TV
SENSATION!



CLAWS OF THE GRIFFIN!

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SPIDER SENSE WARNED
ME TOO LATE--GOT
CAUGHT IN MID-SWING!

WHICH MEANS I CAN'T
EVEN COVER UP, OR I'LL
LOSE MY MOMENTUM...

HAVE TO...
TOUGH IT OUT...
HOPE I CAN
MAKE IT TO A
...ROOF...

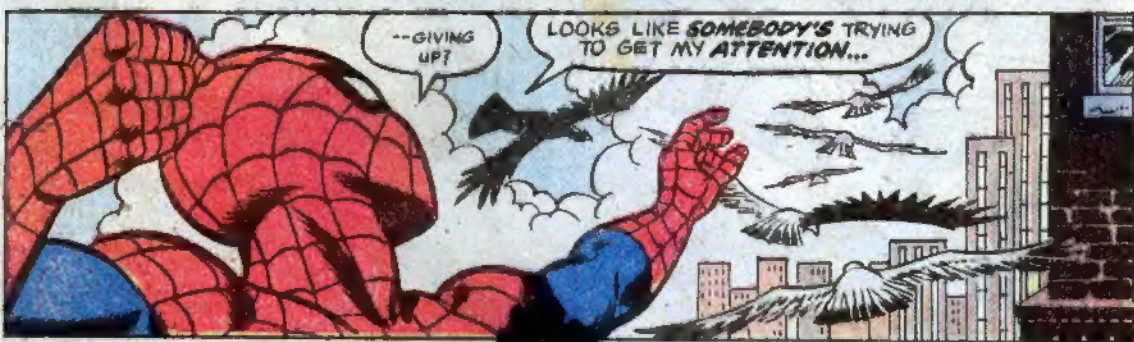
NO, TRUE BELIEVERS, YOU
HAVEN'T MISSED ANYTHING...
OUR INTREPID WALL-CRAWLER
WAS JUST ON HIS WAY TO
CHEMISTRY CLASS--AND ONE
VERY IMPORTANT MAKE-UP
EXAM--WHEN THE SKY SUD-
DENLY DARKENED, AND
SWARMED WITH WALL-TO-WALL
BIRDS...

BIRDS, WITH
MURDER ON
THEIR MINDS!

FROM HERE ON IN, FRANTIC ONES,
THINGS REALLY START JUMPING!

CLAWS!

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...WHERE SIMON WILLIAMS, A.K.A. WONDER MAN, HAS SPENT A QUIET MORNING WITH RAYMOND CHANDLER AND PHILLIP MARLOWE...

HE IS NOT DESTINED TO SPEND A QUIET AFTERNOON.

KA-RASH!

WHAT TH--?

SOUNDED LIKE IT CAME FROM THE RECORDS ROOM...

IT COULD BE JARVIS, I GUESS...

GRROWWWRR!

ERR, NO, THAT'S NOT JARVIS! GROWL!

HOLY HANNAH!

WELL--WHERE ARE THEY!?

I CAME CLEAR ACROSS THE COUNTRY, JUST TO THRASH THE BEAST AND HIS BUDDIES...

C'MON, SUNGLASSES, SPIT IT OUT--WHERE ARE THE AVENGERS?

'CAUSE THE GRIFFIN WANTS TO KNOW-- NOW!

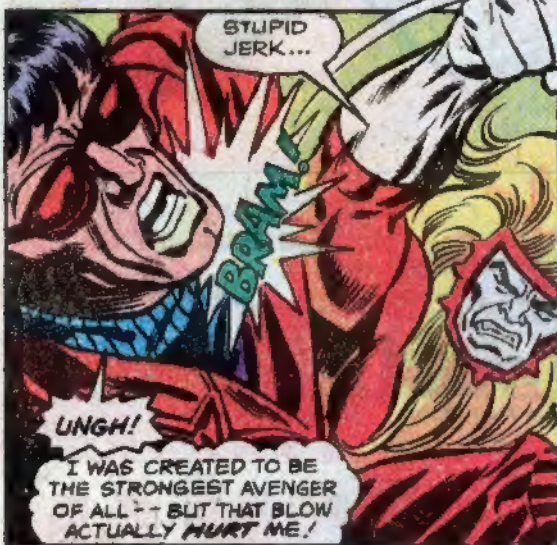


RIGHT NOW, WINGS,
I'M THE AVENGERS--
AND IF YOU PLAN ON
GOING ANY FURTHER,
IT'S GONNA HAVE TO
BE THROUGH ME!



GOT
IT?

WHOOOF!



STUPID
JERK...

BOOM!

UNGH!

I WAS CREATED TO BE
THE STRONGEST AVENGER
OF ALL-- BUT THAT BLOW
ACTUALLY HURT ME!



HAVE TO TRY
AND TAKE HIM
QUICK!

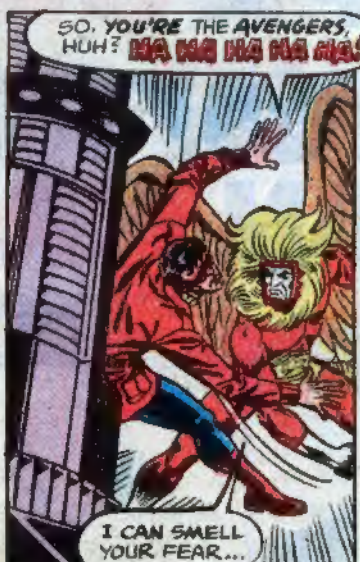
GRRRR...

GODD LORD,
HE'S
GROWLING!



ROWRRR!

I DON'T
BELIEVE IT!
HIS TEETH... HIS
FACE-- IT'S NOT
A MASK... IT'S
REAL!



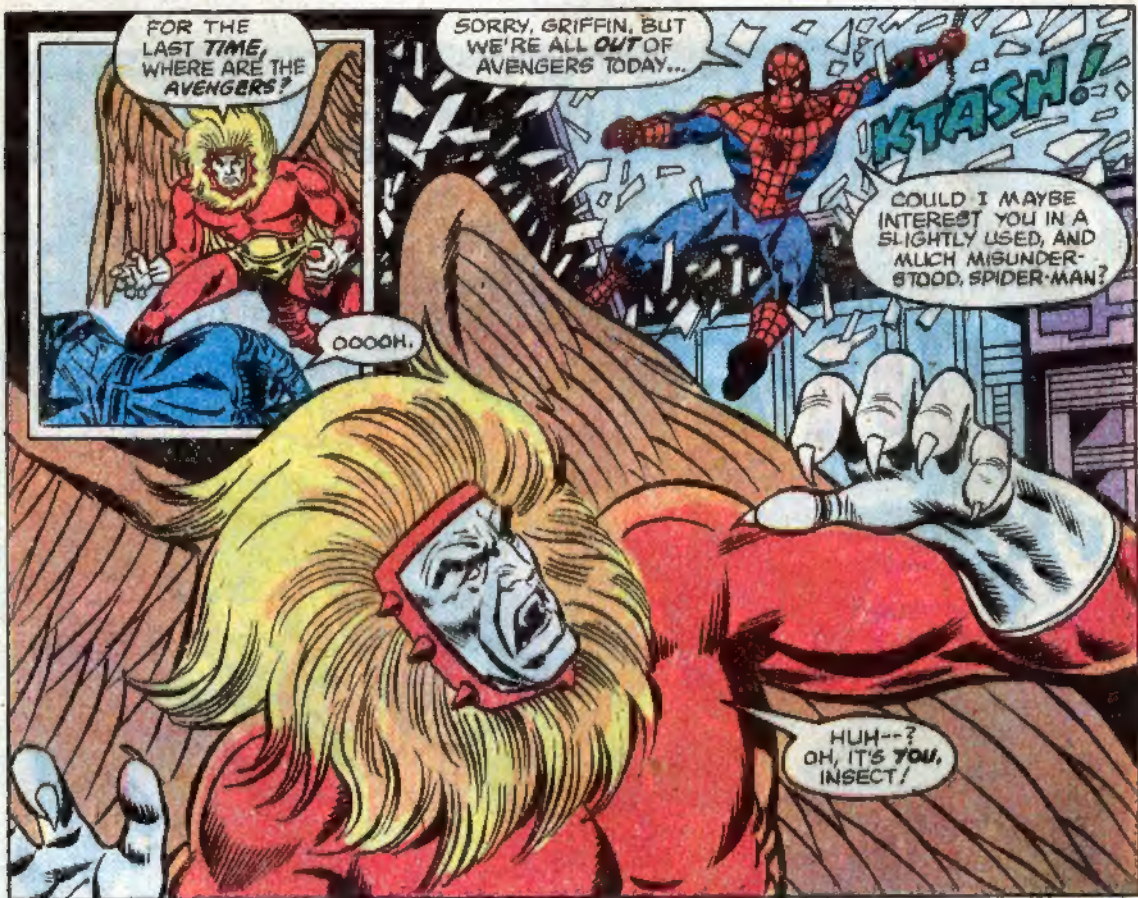
SO, YOU'RE THE AVENGERS,
HUH? HIA HIA HIA HIA HIA!

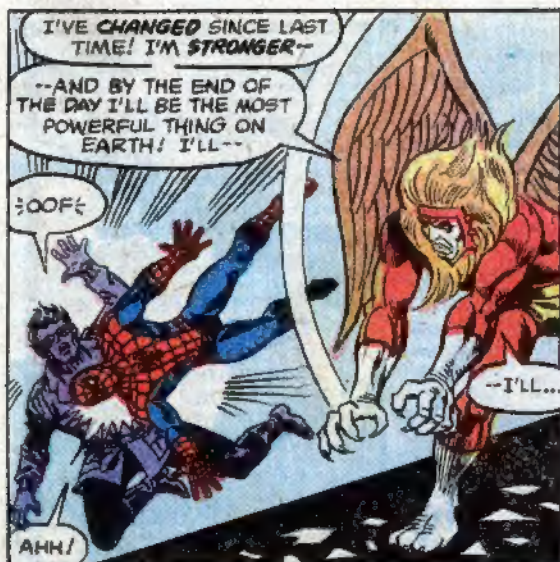
I CAN SMELL
YOUR FEAR...



YOU STINK
OF IT!

SWISH!





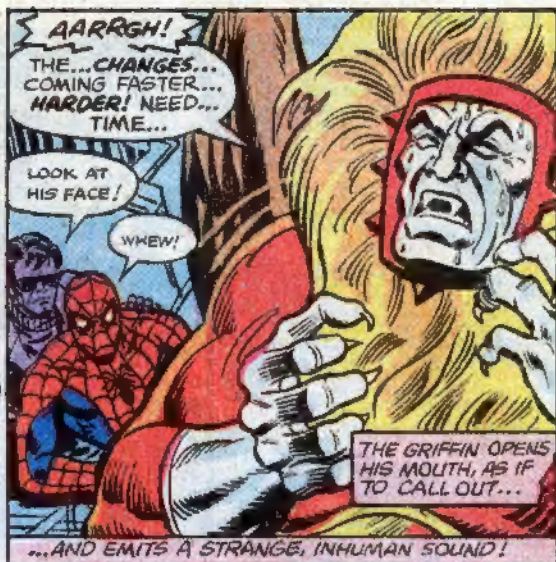
I'VE CHANGED SINCE LAST TIME! I'M STRONGER--

--AND BY THE END OF THE DAY I'LL BE THE MOST POWERFUL THING ON EARTH! I'LL--

POOF!

--I'LL...

AHH!



AARRGH!

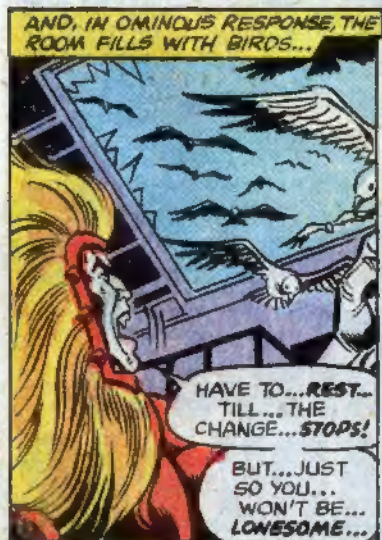
THE...CHANGES... COMING FASTER... HARDER! NEED... TIME...

LOOK AT HIS FACE!

WHEW!

THE GRIFFIN OPENS HIS MOUTH, AS IF TO CALL OUT...

...AND EMITS A STRANGE, INHUMAN SOUND!



AND, IN OMINOUS RESPONSE, THE ROOM FILLS WITH BIRDS...

HAVE TO...REST... TILL...THE CHANGE...STOPS!

BUT...JUST SO YOU... WON'T BE... LONESOME...



OH, NO-- NOT AGAIN!

--HE'S GETTING AWAY!



THAT'S...RIGHT, SUNGLASSES!

YOU... GONNA MISS ME?



OH, DEFINITELY.



ERR. LISTEN, SPIDER-MAN, I JUST WANT TO UH, THANK YOU FOR SAVING MY BACON BACK THERE...

BY THE WAY, I'M--

--WONDER MAN, I KNOW. IRON MAN TOLD ME ALL ABOUT YOU.

THIS...GRIFFIN-- YOU SEEMED TO KNOW WHO HE IS...



WELL, WE AREN'T STRANGERS-- UNFORTUNATELY-- IF THAT'S WHAT YOU MEAN...

THE BEAST AND I TOOK HIM, TWO OUT OF THREE FALLS, A COUPLE OF MONTHS AGO...

AND WE LEARNED HIS STORY,
FROM A MAN WHO WAS IN A
POSITION TO KNOW IT...

BELIEVE ME,
WONDY, THE GRIFFIN IS
ONE STRANGE AND
DANGEROUS CHARACTER!

"HIS REAL NAME IS JOHNNY HORTON, AND HE WAS JUST ANOTHER
DIME-A-DOZEN PUNK, WHEN HE WAS SPOTTED BY THE SECRET
EMPIRE..."

KID--I THINK
WE CAN USE
YOU!

YES, SIR!

"HE HAD JUST WHAT THEY
WERE LOOKING FOR--BIG
FISTS AND A SMALL BRAIN..."

UNGHH!

"THEY PROMISED HIM POWER--AND THEY DELIVERED... ONLY HORTON HADN'T
COUNTED ON THE COST--WINGS AND CLAWS THAT HAD BEEN PERMANENTLY
GRAFTED ONTO HIS BODY..."

"LATER HE RETURNED THE FAVOR BY KILLING
THE DOCTOR WHO'D PERFORMED THE OPERATION..."

"THAT'S WHEN I BECAME INVOLVED. THE
BEAST AND I WERE THERE AS THE DOC
LAY DYING... HE DIDN'T THINK ANYONE
WOULD BE ABLE TO STOP HORTON, BUT
BEASTIE AND I DID--JUST BARELY!"

"Y' KNOW, THAT
DOC SAID SOME-
THING ABOUT HIS
SERUM CONTAIN-
ING TO CHANGE
THE GRIFFIN EVEN
AFTER THE
OPERATION..."

"BY THE WAY, THAT
DOCTOR ALSO TOLD
US THAT THE SERUM
HAD DRIVEN HORTON
NUTS--IN CASE
YOU HADN'T
NOTICED!"

"AND THE FURRY, BLUE
AVENGER SAID GRIFFY
HAD GROWN A TAIL
SINCE THEIR FIRST
FIGHT..."

*MTU #38--AL.

LAST TIME, HIS DIALOGUE WAS STRAIGHT OUT OF THE SUPER-VILLAINS HANDBOOK--THIS TIME, HE SOUNDS STRANGER, MORE SAVAGE...

AND HE'S DEFINITELY STRONGER!

I'M GONNA STAY ON HIS TAIL, WONDY--YOU CONTACT THE OTHER AVENGERS...

'CAUSE WHEN I FIND HIM, I'M GOING TO NEED HELP!

YEAH...OKAY, SPIDER-MAN!

SHORTLY...

CAN'T SEEM TO RAISE ANY OF THE OTHER AVENGERS--

I WAS GIVEN POWER ENOUGH TO STAND ALONE AGAINST THE AVENGERS!

SO WHAT AM I DOING HERE PLAYING THE MESSENGER BOY, WHEN SPIDER-MAN MAY NEED MY HELP?!

I OVERCAME THE TERRIBLE FEAR OF DEATH WHICH USED TO IMMOBILIZE ME-- DIDN'T I?

SIMON WILLIAMS TURNS AND WALKS AWAY FROM THE COMMUNICATIONS CONSOLE...

...HE HEADS DOWN A SELDOM-TRAVERSED CORRIDOR, AND INTO A WEAPONS STORAGE ROOM, WHERE...

IT SEEMS LIKE AGES SINCE IRON MAN DELIVERED THIS PROTOTYPE ASTRO-FIGHTER TO THE MANSION... BUT WITH ALL THE CHAOS AROUND HERE LATELY, IT'S BEEN FORGOTTEN!

WELL, STARK WANTED SOMEBODY TO FIELD-TEST IT...

AND I GUESS NOW IS AS GOOD A TIME AS ANY.



THE GRIFFIN SURE ISN'T PLAYING HARD-TO-GET, TRAVELLING WITH ALL THOSE SEAGULLS...

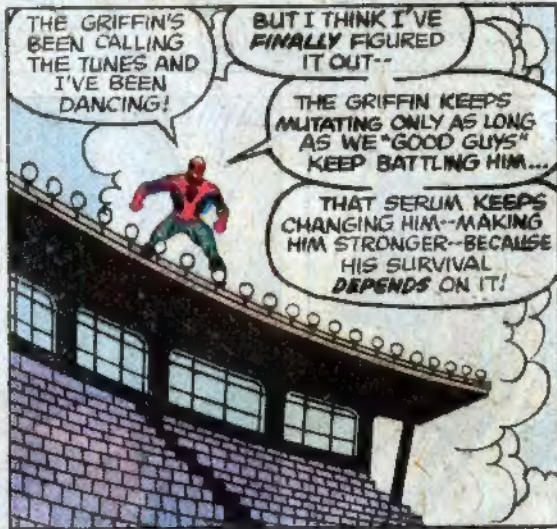
HMM... FIRST HE SENDS HIS BIRDS TO ATTACK ME, THEN USES THEM TO LURE ME TO AVENGERS' MANSION...

NOW, HE'S GOT ME FOLLOWING THEM AGAIN!



I SUDDENLY HAVE THE SICKENING FEAR THAT IF THIS WERE A CARTOON, I'D BE TURNING INTO A GREAT BIG LOLLIPOP--

--AN ALL-DAY SUCKER!



THE GRIFFIN'S BEEN CALLING THE TUNES AND I'VE BEEN DANCING!

BUT I THINK I'VE FINALLY FIGURED IT OUT--

THE GRIFFIN KEEPS MUTATING ONLY AS LONG AS WE "GOOD GUYS" KEEP BATTLING HIM...

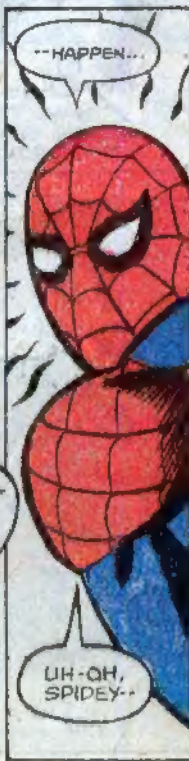
THAT SERUM KEEPS CHANGING HIM--MAKING HIM STRONGER--BECAUSE HIS SURVIVAL DEPENDS ON IT!



NO WONDER HE WANTED TO TAKE ON BOTH ME AND THE AVENGERS, TOGETHER!

I'VE GOT TO WARN WONDER MAN-- GRIFFY'S GOT TO BE CAPTURED, SOMEHOW, WITHOUT A FIGHT...

BECAUSE IF HE WINDS UP FIGHTING THE AVENGERS, THERE'S NO TELLING WHAT MIGHT--



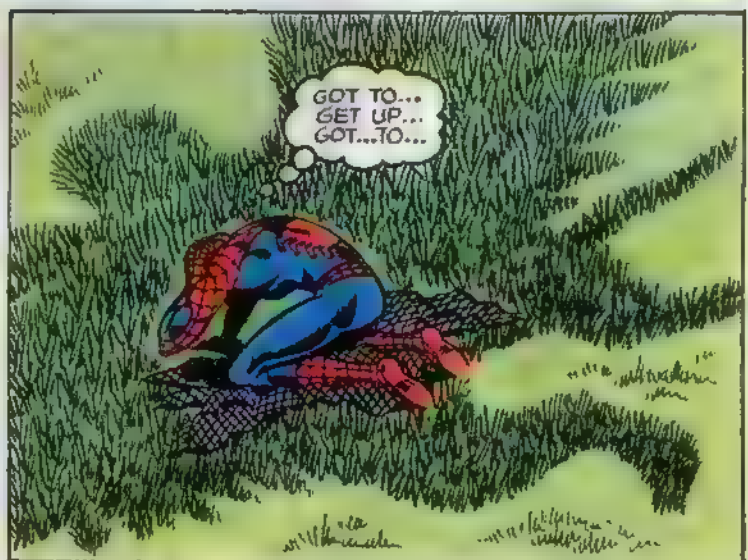
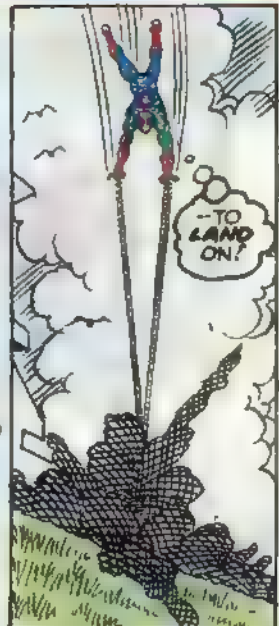
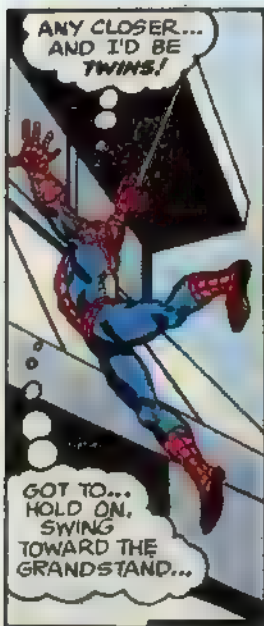
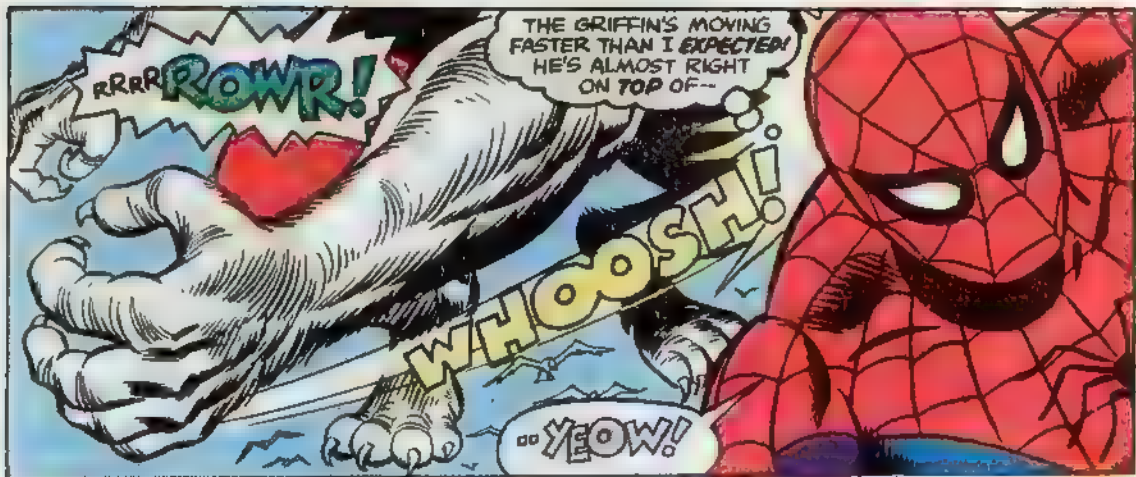
--HAPPEN...

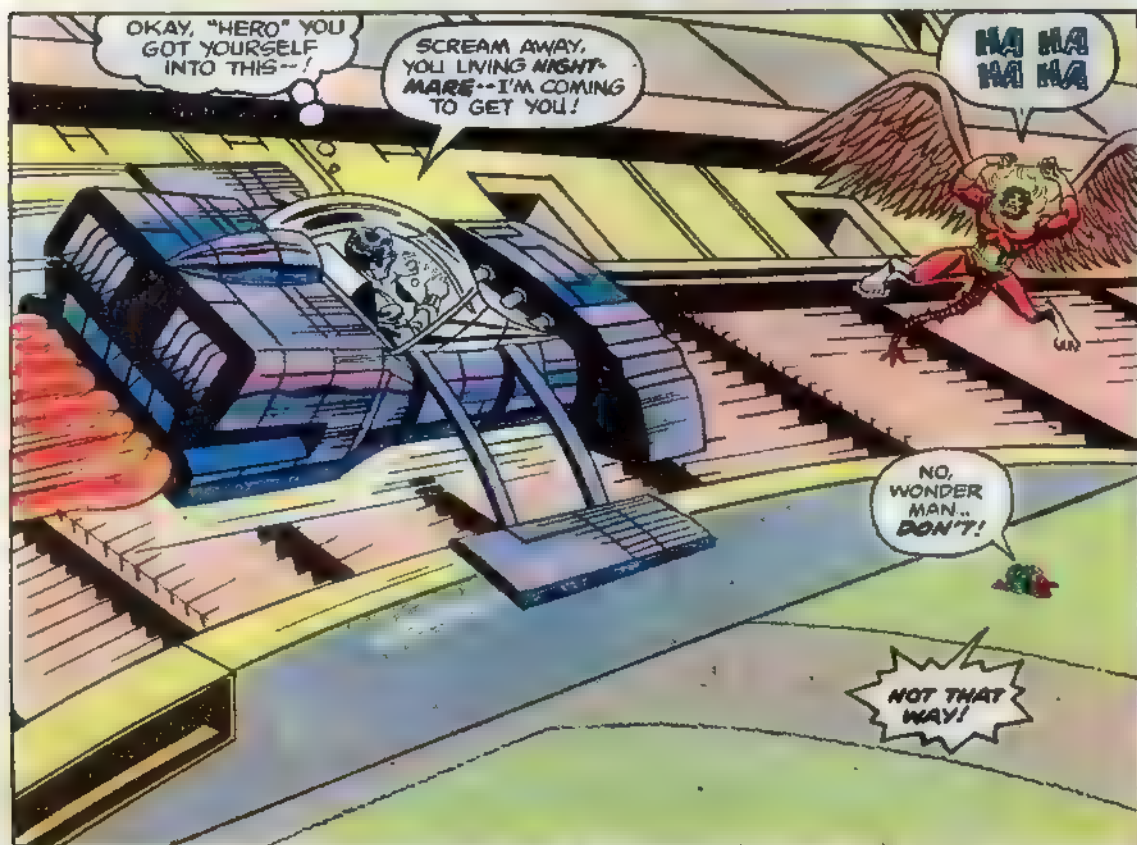
UH-OH, SPIDEY--

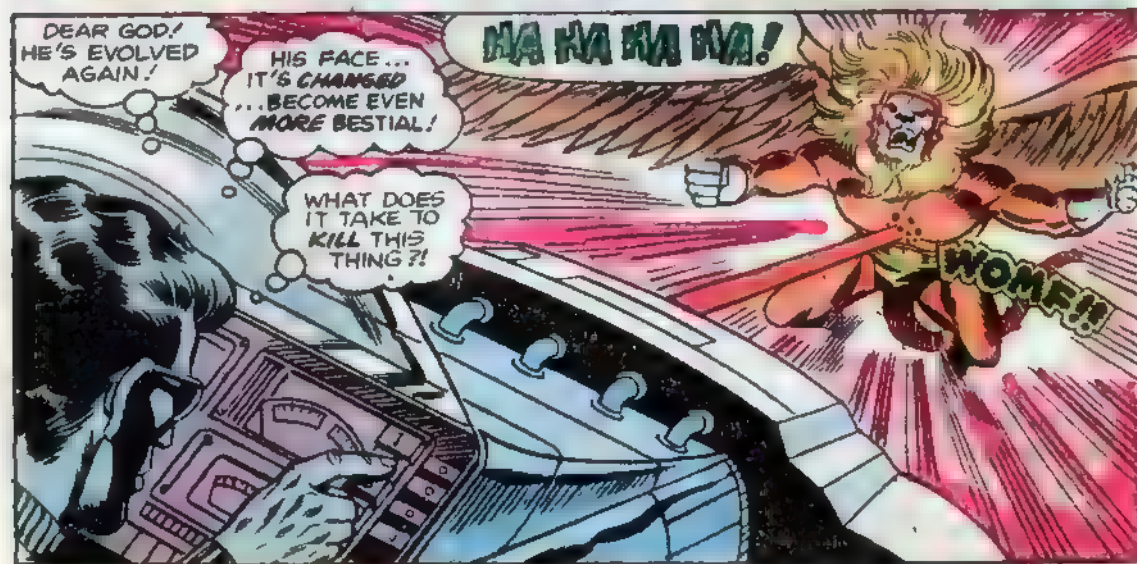
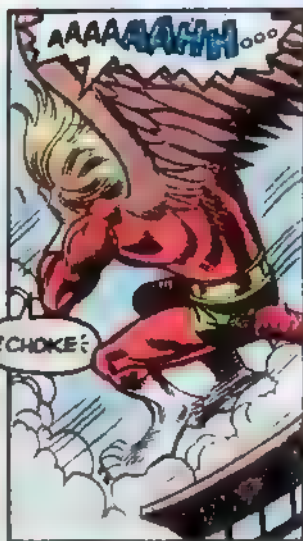
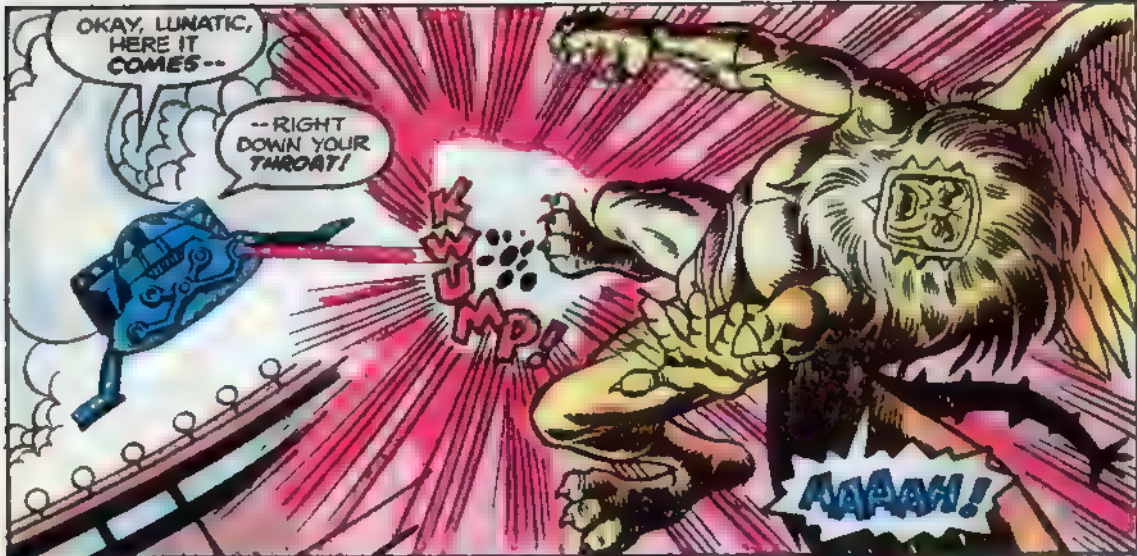


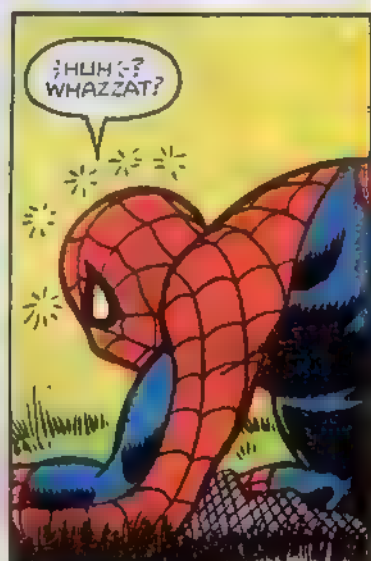
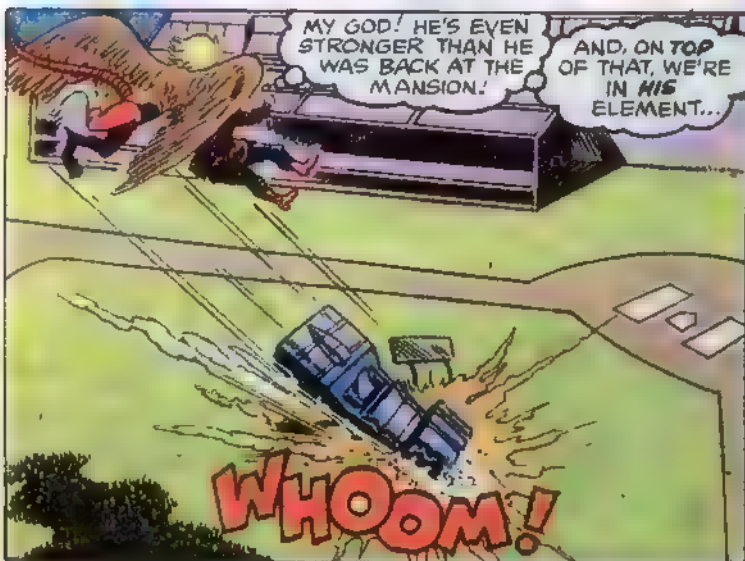
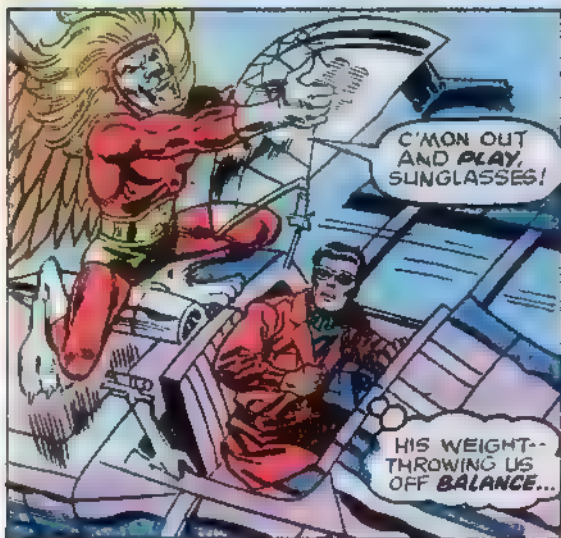
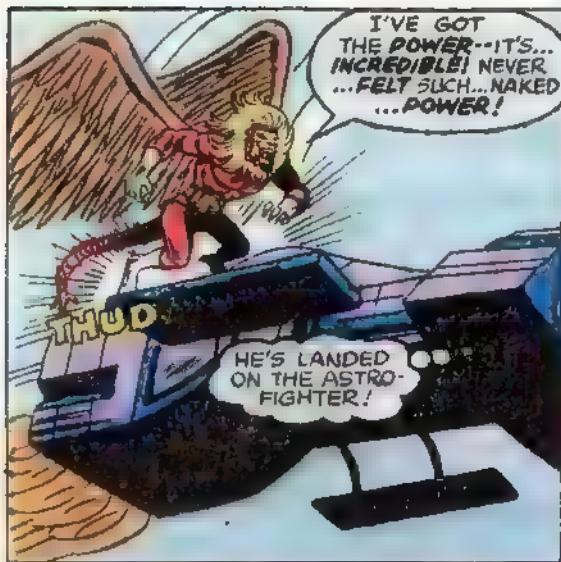
SAY YOUR PRAYERS, BUG MAN...

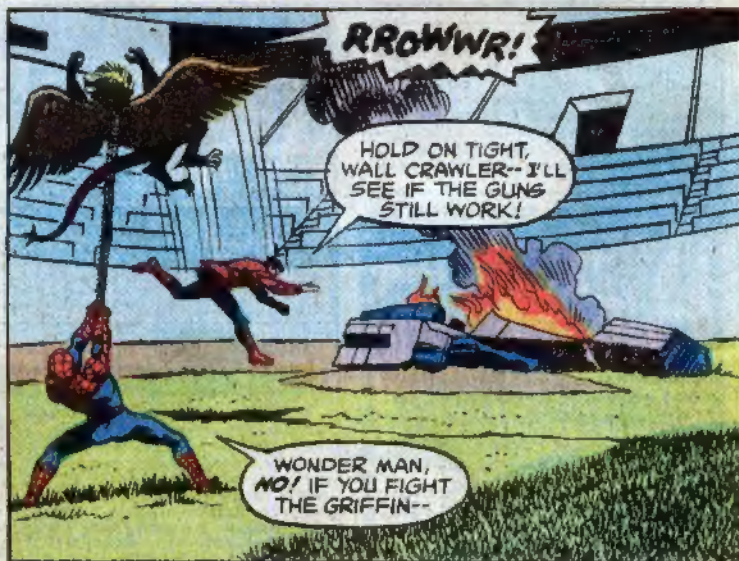
--YOU'VE GOT COMPANY!

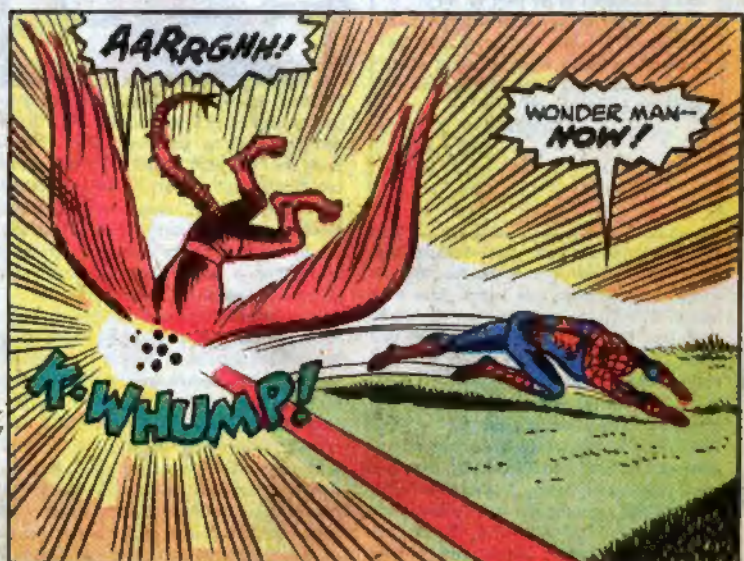
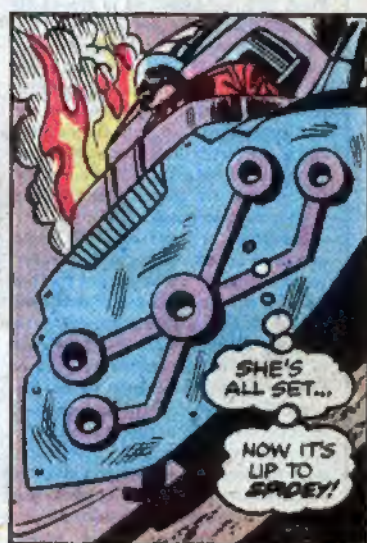


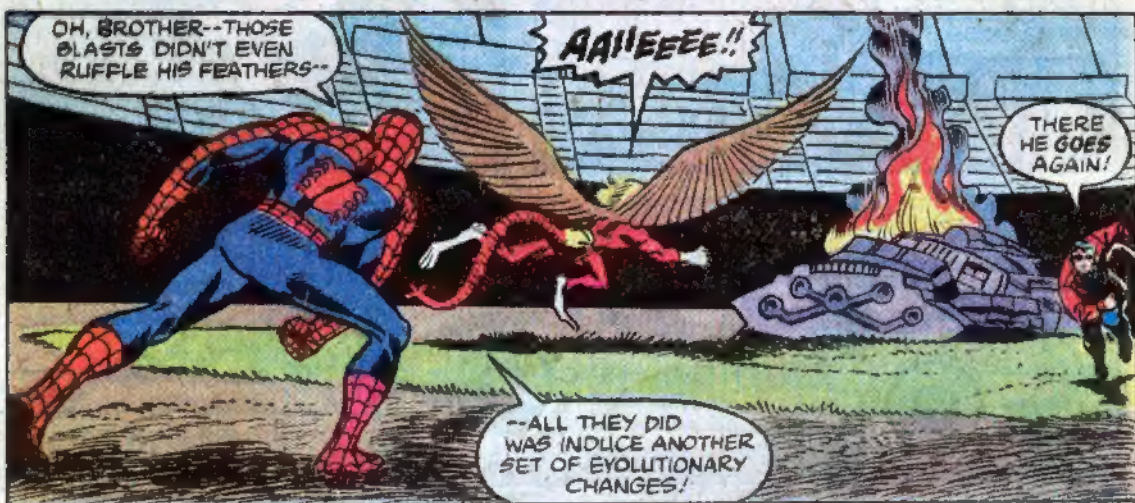


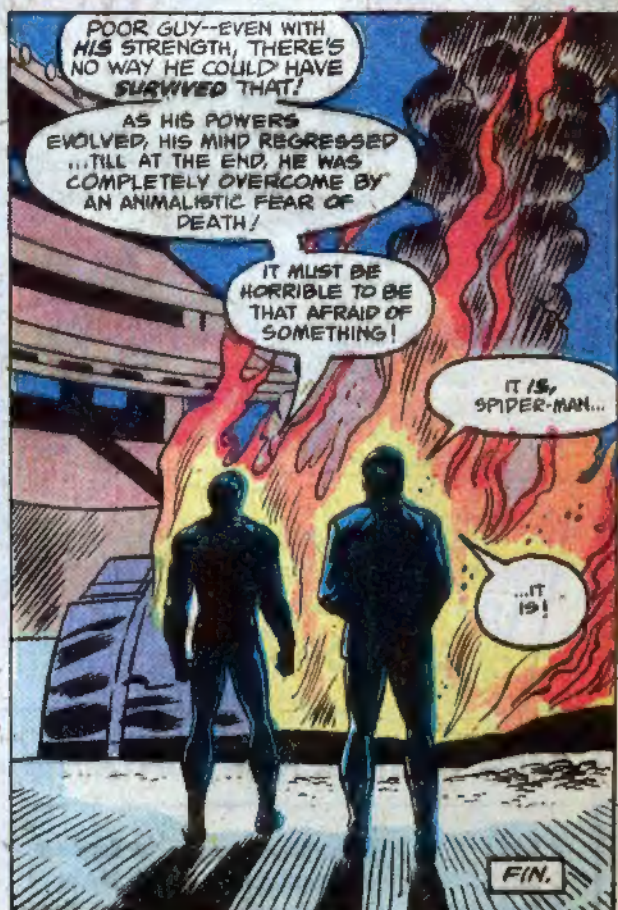
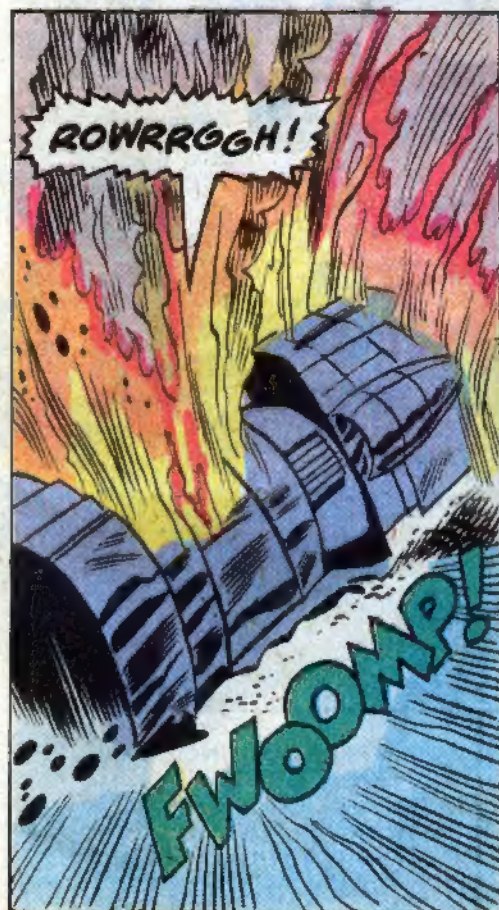












NEXT: ³¹ **RED SONJA**--'NUFF SAID!